

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re:)
LEHMAN BROTHERS HOLDINGS INC., *et al.*,) Chapter 11
Debtors) Case No. 08-13555 (JMP)
(Jointly Administered)
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PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the partial transfer, other than for security, of the claim referenced in this evidence and notice.

Centerbridge Special Credit Partners, L.P.
Name of Transferee

JPMorgan Chase Bank, N.A.
Name of Transferor

Name and Address where notices to
transferee should be sent:

Case No. 08-13900

Centerbridge Partners, L.P.
375 Park Ave, 13th Floor
New York, NY, 10152
Attn: Lauren Grainer
212 672 4678 (phone)
212 672 5004 (fax)

Court Claim # (if known): 32697
Amount of Allowed Claim: \$400,000,000
Amount of Allowed Claim
Transferred: \$29,880,000
Date Claim Filed: 9/22/2009
Debtor: Lehman Commercial Paper Inc.

With a copy to:
Andrews Kurth LLP
450 Lexington Avenue
New York, NY 10017
Attn: David Hoyt

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: Clerk, United States Bankruptcy Court, Southern District of New York

AND TO: JPMorgan Chase Bank, N.A.


JPMorgan Chase Bank, N.A., a national banking association, with offices at c/o J.P. Morgan Securities LLC, Mail Code: NY1-M138, 383 Madison Avenue, Floor 37, New York, New York 10179 ("**Seller**"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of an Assignment of Claim agreement dated as of the date hereof, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned to **Centerbridge Special Credit Partners, L.P.**, with offices located at 375 Park Avenue 13th Floor, New York, NY 10152 ("**Buyer**"), all right, title and interest in and to the claims of Seller against LEHMAN COMMERCIAL PAPER INC. (and its affiliates) docketed as Claim No. 32697 to the extent of \$29,880,000 (the "**Claim**") in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13900 (JMP) (jointly administered under Case No. 08-13555).

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this transfer and sale of the Claim as an unconditional assignment and sale and Buyer herein as the valid owner of the Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Claim to Buyer.

IN WITNESS WHEREOF, dated as of the 11 day of October, 2012.

JPMorgan Chase Bank, N.A.

WITNESS:


(Signature)

Name: Christopher Jorczyk
Title: _____
(Print name and title of witness)

By: 
(Signature of authorized signatory)

Name: Alexander Wilk
Title: Authorized Signatory
Tel.: _____

WITNESS:


(Signature)

Name: Lauren Grainer
Title: Operations Associate
(Print name and title of witness)

Centerbridge Special Credit Partners, L.P.

By: 
(Signature of authorized signatory)

Name: Aleksandra Markovic
Title: Authorized Signatory
Tel.: _____